



State
of
DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the Certificate of Agreement of Merger of the "MANVILLE
PRODUCTS CORPORATION", "MANVILLE SERVICE CORPORATION", and "MANVILLE BUILDING MATERIALS
CORPORATION", merging with and into "JOHNS-MANVILLE SALES CORPORATION", under the name
of "MANVILLE SALES CORPORATION", was received and filed in this office the thirty-first
day of December, A.D. 1985, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this _____ *twentieth* _____ *day*
of _____ *January* _____ *in the year of our Lord*
one thousand nine hundred and _____ *eighty-six.* _____